United States Bankruptcy Court Southern	DISTRICT OF TEXAS	PROOF OF CLAIM
Name of Debtor Specialty Retailers, Inc.	Case Number 00-35078	COUTS
NOTE: This form should not be used to make a claim for an administrative expen		CUIHLRN DISTRICT OF TEXAS
case. A "request" of payment of an administrative expense may be filed pursuant	to 11 U.S.C. § 503.	FI _{k, L} D
Name of Creditor (The person or entity to whom the debtor owes money of property):	Check box if you are aware that anyone else has filed a proof of	JUL 2 4 2000 AN
Dell Receivables, L.P. P.O. Box 120001, Dept. 0837 Dallas, Texas 75312-0837	claim relating to your claim. Attach copy of statement giving particulars.	Michael N. Milby, Clerk
Name and address where notices should be sent:	Check box if you have never	
G. James Landon HUGHES & LUCE, L.L.P.	received any notices from the bankruptcy court in this case.	
111 Congress Avenue, Suite 900	☐ Check box if the address differs	
Austin, Texas 78701	from the address on the envelope sent to you by the court.	
Telephone number:. (512) 482-6841		THIS SPACE IS FOR COURT USE ONLY
Account or other number by which creditor identifies debtor:	Check here	
5376434	if this claim □ amends a previously file	ed claim, dated:
1. Basis for Claim		
■ Goods sold *□ Services performed	 □ Retiree benefits as defined in 11 U.S.C. § □ Wages, salaries, and compensations (fill of the compensation) 	
☐ Money loaned	Your SS #:	_
☐ Personal injury/wrongful death ☐ Taxes	Unpaid compensations for services perform	rmed
□ Other □		date)
2. Date debt was incurred: 09/29/99 to 12/07/99	3. If court judgment, date obtained:	
If all or part of your claim is secured or entitled to priority, also complete Ite Check this box if claim includes interest or other charges of all interest or additional charges.	in addition to the principal amount o	of the claim. Attach itemized statemen
5. Secured Claim. □ Check this box if your claim is secured by collateral including a	6. Unsecured Priority Claim. □ Check this box if you have an unsecured	d priority claim.
right of setoff).	Amount entitled to priority \$	- · ·
Brief Description of Collateral: Real Estate Motor Vehicle	Specify the priority of the claim: Wages, salaries, or commissions (up to	
☐ Other	filing of the bankruptcy petition or cess earlier - 11 U.S.C. § 507(a)(3).	ation of the debtor's business, whichever is
Value of Collateral: \$	☐ Contributions to an employee benefit pl	
	☐ Up to \$1,800* of deposits toward purch for personal, family, or household use -	
	☐ Alimony, maintenance, or support owed	to a spouse, former spouse, or child - 11
	U.S.C. § 507(a)(7). Taxes or penalties of governmental unit	ts - 11 U.S.C. § 507(a)(8).
Amount of arrearage and other charges at time case filed included in secured claim, if any: \$	☐ Other—Specify applicable paragraph of	
7. Credits: The amount of all payments on this claim has been credit	ed and deducted for the purpose of making	THIS SPACE IS FOR COURT USE ONLY
this proof of claim. 8. Supporting Documents: Attach copies of supporting documents, so	uch as promissory notes, purchase orders,	
invoices, itemized statements of running accounts, contracts, court	judgments, mortgages, security agreements,	
and evidence of perfection of lien. DO NO SEND ORIGINAL DO available, explain. If the documents are voluminous, attach a summer		
9. Date-Stamped Copy: To receive an acknowledgment of the filing	-	
addressed envelope and copy of this proof of claim. Date	/	- - - -
July 17, 2000 By: #Wym Rum		215
Penalty for presenting fraudulent claim: Fine of up to \$500	0,000 or imprisonment for up to 5 years, or both, 18 U.S.C. §§	152 and 3571.

^{*} Attachment "A" is attached hereto and incorporated herein for all purposes.

ATTACHMENT A SUPPORTING DOCUMENTATION

<u>Cli</u>bPDF - www.fastio.com



Electronic Certified Copy

FID Number: 74-2616805

Sales Rep: JAMES WORTHAM For Sales: (800) 274-3355 Sales Fax: (800) 333-4329

Customer Service: (888) 242-0938
Technical Support: (800) 822-8965
DELL Online: http://www.deil.com

Customer Number: <u>5376434</u>
Purchase Order: <u>585</u>

06 01 O 01 02 N

Order Date: 10/08/99

Invoice Number:

286337019

Invoice Date: 10/22/99

Payment Terms: NET DUE 30 DAYS

Shipped Via: OTHER

Waybill Number: <u>09296369/9296352</u>

SOLD TO:

KYLE POTTER SPECIALTY RETAILERS INC P O BOX 35167 HOUSTON, TX 77235-5167 SHIP TO:

MATT BLAKE SPECIALTY RETAILERS INC 1120 WILLOW CREEK JACKSONVILLE, TX 75766

PLEASE REVIEW IMPORTANT TERMS & CONDITIONS OF SALE

Ordered	Shipped	Item Number	Description	Unit	Unit Price	Amount
1	1	220-2805	Dell PIII 450K GX1/T+ Base W/4MB Video Memory,Integrated	EA	2,495.00	2,495.00
			Audio,512K Cache,Integrated 10/100 WuOL Networking			
1	1		Reduced Documentation for GX1 Systems, Factory Install			
1	1	310-3600	PS2 Intellimouse,Factory Install			
1	1	310-3641	Open Manage Client, West, No Diskette, Factory Install			
1	1	310-6507	Microsoft Natural Elite 104-Key Keyboard			
			(Ergonomically Designed),US, Optiplex,Factory Install			
1	1	311-0510	128MB,Non-Ecc,SDRAM,1 DIMM, 100MHz,GX1,350+ MHz,Factory			
			Install			
1	1	311-0516	128MB,NON-ECC,SDRAM,1 DIMM Upgrade,GX1,350+MHz,			
			Factory Install			
1	1		24X CD-RW,EIDE,GX1(M/MT), Integrated Sound,Factory			
			Install			
1	1	320-1603	STB NVIDIA TNT 16MB PCI Graphics Card, for Optiplex			
			GX1 Systems, Factory Install			
1	1	320-6738	Dell P991 FD Trinitron,19"18.0 "Viewable Image Size,G1,GX1/p			
1	1	340-0701	3.5" 1.44MB Floppy Drive, Factory Install			
1	1	340-6422	13.6GB,EIDE Hard Drive,5400RPM Gx1,M/T,Factory Install			
1	1	420-0153	Windows NT, NTFS File System Factory Install			
1	1	420-0387	NT4 Service Pack 4,Optiplex, English,Factory Install			
1	1	430-0118	Active Expansion Riser for GX1 M/T Systems, 3 PCI/2 Shared/			
			2 ISA Wake up on Lan, Factory Install			
1	1	460-8707	We offer brand name printers at industry-leading prices.			
			Protect your investment with an APC SurgeStation Pro8T2.			
1	1	460-8908	No upgrade certificate requested. Please refer to			
			http://www.dell-upgrade.com for upgrade program details.			
1	1	460-9989	Windows 2000 Upgrade Informational SKU (This does			
			not constitute a Windows 2000 upgrade)			
1	1	900-6100	*4-Hour/5x10 Parts and Labor On-Site Service,			
			Initial Year, Unisys			
1	1	900-6102	*4-Hour/5x10 Parts and Labor On-Site Service,			
			2 Year Extended, Unisys			
1	1	900-9987	*Standard On-Site Installation Declined			
			System Service Tag/Serial Number(s)			
			7RHYA			ድድ ቦለ
			******** SHIPPING AND/OR HANDLING CHARGE *******			65.00

* Service contract may be subject to sales tax. Any on-site or other service covers Dell system hardware only. THIS RECEIVABLE HAS BEEN SOLD TO DELL RECEIVABLES L.P. AND TRANSFERRED TO THE DELL RECEIVABLES MASTER TRUST

SubTotal	\$2,560.00
Taxable \$2,560.00	\$211.21
INVOICE TOTAL	\$2,771.21



DELL RECEIVABLES L.P. PO BOX 120001 DEPT. 0837 DALLAS, TX 75312-0837 Invoice No: 286337019 Customer No: 5376434 Purchase Order No: 585

Subtotal	\$2,560.00
Taxable \$2,560.00	\$211.21
INVOICE TOTAL	\$2,771.21
	\$0.00-
	\$0.00-
<u>.</u>	\$0.00-
BALANCE DUE	\$2,771.21
Amount Enclosed	



SOLD TO:

This is your INVOICE

Electronic Certified Copy

FID Number: 74-2616805

Sales Rep: JAMES WORTHAM For Sales: (800) 274-3355

Sales Fax: (800) 333-4329
Customer Service: (888) 242-0938
Technical Support: (800) 823-8066

Technical Support: (800) 822-8965

DELL Online: http://www.dell.com

Customer Number: <u>5376434</u>
Purchase Order: <u>573</u>

Order Date: 09/29/99

06 01 O 01 02 N

Invoice Number:

282700095

Invoice Date: 10/12/99

Payment Terms: NET DUE 30 DAYS

Shipped Via: 3RD DAY

Waybill Number: 3896690320944365

SHIP TO:

KYLE POTTER
SPECIALTY RETAILERS INC
P O BOX 35167
HOUSTON, TX 77235-5167

STAGE DISTRIBUTION CN SPECIALTY RETAILERS INC 506 BEALL BLVD

JACKSONVILLE, TX 75766

PLEASE REVIEW IMPORTANT TERMS & CONDITIONS OF SALE

Ordered	Shipped	Item Number	Description	Ünit	Unit Price	Amount
1	1	92982-00	Microsoft SQL Server 7.0 25 Client 228-00327	EA	3,729.95	3,729.95
			******* SHIPPING AND/OR HANDLING CHARGE *******			5.99

THIS RECEIVABLE HAS BEEN SOLD TO DELL RECEIVABLES L.P. AND TRANSFERRED TO THE DELL RECEIVABLES MASTER TRUST

SubTotal	\$3,735.94
Taxable \$3,735.94	\$308.21
INVOICE TOTAL	\$4,044.15

DETACH AT LINE AND RETURN WITH PAYMENT



MAKE CHECK PAYABLE/REMIT TO:

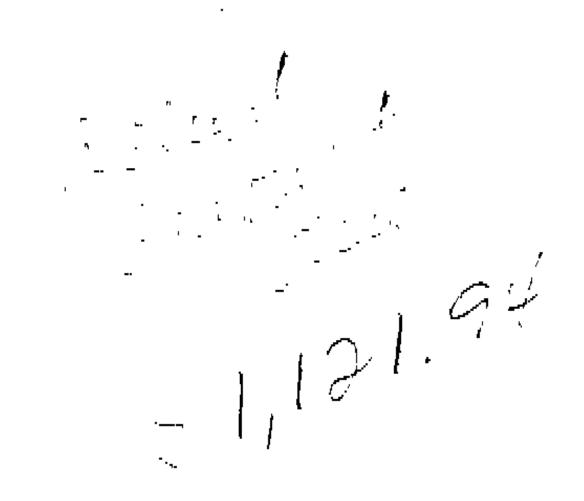
Invoice No: 282700095 Customer No: 5376434 Purchase Order No: 573

Assoc, Order: 282700079

Subtotal	\$3,735.94
Taxable \$3,735.94	\$308.21
INVOICE TOTAL	\$4,044.15
<u> </u>	\$0.00-
	\$0.00-
	\$0.00-
BALANCE DUE	\$4,044.15
Amount Enclosed	,

PO BOX 120001 DEPT. 0837 DALLAS, TX 75312-0837

DELL RECEIVABLES L.P.





Electronic Certified Copy

FID Number: 74-2616805

Sales Rep: JAMES WORTHAM For Sales: (800) 274-3355 Sales Fax: (800) 333-4329

Customer Service: (888) 242-0938
Technical Support: (800) 822-8965
DELL Online: http://www.dell.com

Customer Number: <u>5376434</u>
Purchase Order: <u>589</u>

Order Date: 11/03/99

06 01 O 01 02 N

Invoice Number: 296027923

Invoice Date: 11/04/99

Payment Terms: NET DUE 30 DAYS

Shipped Via:

Waybill Number: <u>078708211295031</u>

SOLD TO:

KYLE POTTER SPECIALTY RETAILERS INC P O BOX 35167 HOUSTON, TX 77235-5167 SHIP TO:

LOUIS HITT

SPECIALTY RETAILERS INC

10201 MAIN ST

HOUSTON, TX 77025-5299

PLEASE REVIEW IMPORTANT TERMS & CONDITIONS OF SALE

Ordered	Shipped	Item Number	Description	Unit	Unit Price	Amount
1	1	310-7500	AC Adapter For Dell Latitude C-Series Notebooks,Customer	EA	35.00	35.00
1	1		Install 6X DVD,MPEGII Combo,Internal For Dell Latitude C-Series	ĘΑ	349.00	349.00
			Notebooks,Customer Install ******** SHIPPING AND/OR HANDLING CHARGE ************************************			11.00

THIS RECEIVABLE HAS BEEN SOLD TO DELL RECEIVABLES L.P. AND TRANSFERRED TO THE DELL RECEIVABLES MASTER TRUST

SubTotal	\$395.00
Taxable \$395.00	\$32.59
INVOICE TOTAL	\$427.59

DETACH AT LINE AND RETURN WITH PAYMENT



Invoice No: 296027923 Customer No: 5376434 Purchase Order No: 589

MAKE CHECK PAYABLE/REMIT TO:

Subtotal	\$395.00
Taxable \$395.00	\$32.59
INVOICE TOTAL	\$427.59
-	\$0.00-
	\$0.00
	\$0.00
BALANCE DUE	\$427.59
Amount Enclosed	



Electronic Certified Copy

FID Number: 74-2616805

Sales Rep: JAMES WORTHAM For Sales: (800) 274-3355 Sales Fax: (800) 333-4329

Customer Service: (888) 242-0938
Technical Support: (800) 822-8965
DELL Online: http://www.dell.com

Customer Number: 5376434

Purchase Order: 592

Order Date: 11/04/99

06 01 O 01 02 N

Invoice Number:

296233653

Invoice Date: 11/09/99

Payment Terms: NET DUE 30 DAYS

Shipped Via:

Waybill Number: 078785102956547

SOLD TO:

KYLE POTTER
SPECIALTY RETAILERS INC
P O BOX 35167
HOUSTON, TX 77235-5167

SHIP TO:

LOUIS HITT

SPECIALTY RETAILERS INC

10201 MAIN ST

HOUSTON, TX 77025-5299

PLEASE REVIEW IMPORTANT TERMS & CONDITIONS OF SALE

Ordered	Shipped	Item Number	Description	Unit	Unit Price	Amount
1	1	220-0591	Dell P6450 G1/T+ Base with 2MB Integrated Video Memory,	EA	1,443.00	1,443.00
			512K Cache,Integrated 10/100 WuOL Networking			
1	1	310-1234	Quietkey Spacesaver 104-key Keyboard, US, GX1/G1, Factory			
			Install			
1	1	310-3600	PS2 Intellimouse,Factory Install			
1	1	310-3621	Reduced Documentation for G1 Systems, Factory Install			
1	1	310-3641	Open Manage Client, West, No Diskette, Factory Install			
1	1	311-0676	128MB,Non-Ecc,SDRAM,1 DIMM,G1 Factory Install			
1	1	313-0401	40X IDE CD-ROM, for Optiplex G1M/T, Factory Install			
1	1	320-0327	2MB Video Memory Upgrade, Factory Installed			
1	1	320-5451	17" Dell M770,16.0" Viewable Image Size,Color Monitor,			
			Optiplex,Factory Install			
1	1	340-0920	3.5" 1.44MB Floppy Drive, Factory Install			
1	1	340-6419	13.6GB,EIDE Hard Drive,5400RPM G1,M/T,Factory Install			
1	1	420-0137	FAT32, File System, Windows '9X, Factory Install			
1	1	420-2087	Windows '98, English, W/CD And Documentation For Optiplex			
			Systems, Factory Install			
1	1	430-0123	Active Expansion Riser for G1 M/T Systems, 3 PCI/2 Shared			
			2 ISA Wake up on Lan, Factory Instail			
1	1	460-8707	We offer brand name printers at industry-leading prices.			
			Protect your investment with an APC SurgeStation Pro8T2.			
1	1	900-6200	*SelectCare, Next Business Day On-Site Service,			
			Initial Year, Unisys			
1	1	900-6202	*SelectCare, Next Business Day On-Site Service Contract,			
			2 Year Extended, Unisys			
1	1	900-9987	*Standard On-Site Installation Declined			
			System Service Tag/Serial Number(s)			
			8PDTE			<u>ፍ</u> ፍ ለሰ

********** SHIPPING AND/OR HANDLING CHARGE ********

65.00

* Service contract may be subject to sales tax. Any on-site or other service covers Dell system hardware only. THIS RECEIVABLE HAS BEEN SOLD TO DELL RECEIVABLES L.P. AND TRANSFERRED TO THE DELL RECEIVABLES MASTER TRUST

INVOICE TOTAL	\$1,632.42
Taxable \$1,508.00	\$124.42
SubTotal	\$1,508.00

Subtotal	\$1,508.00			
Tavahla				



DELL RECEIVABLES L.P. PO BOX 120001 **DEPT. 0837** DALLAS, TX 75312-0837

Invoice No: 296233653 Customer No: 5376434 Purchase Order No: 592

\$1,508.00 \$124.42 \$1,632.42 INVOICE TOTAL BALANCE DUE Amount Enclosed



DELL RECEIVABLES L.P. PO BOX 120001 DEPT. 0837 DALLAS, TX 75312-0837 Invoice No: 296234503 Customer No: 5376434 Purchase Order No: 588

\$124.42
\$1,632.42
\$0.00-
\$0.00-
\$0.00-
\$1,632.42



Customer Number: <u>5376434</u>

Order Date: 11/13/99

Electronic Certified Copy

FID Number: 74-2616805

Sales Rep: JAMES WORTHAM For Sales: (800) 274-3355

Sales Fax: (800) 333-4329
Customer Service: (888) 242-0938
Technical Support: (800) 822-8965
DELL Online: http://www.dell.com

06 01 O 01 02 N

Purchase Order: 594

Invoice Number:

299619981

Invoice Date: 11/19/99

Payment Terms: NET DUE 30 DAYS

Shipped Via:

Waybill Number: <u>078785103126635</u>

SOLD TO:

KYLE POTTER
SPECIALTY RETAILERS INC
P O BOX 35167
HOUSTON, TX 77235-5167

SHIP TO:

BRIAN ROBINSON SPECIALTY RETAILERS INC 10201 MAIN ST

HOUSTON, TX 77025-5299

PLEASE REVIEW IMPORTANT TERMS & CONDITIONS OF SALE

Ordered	Shipped Iter	m Number	Description	Unit	Unit Price	Amount
1	1 2	20-3286	Latitude,CPiR400GT,14.1,US/WW	EA	4,198.00	4,198.00
1	1 3	310-0264	PS/2 System Style Mouse,For All Dell Latitude Notebooks,			
			Packaged With System			
1	1 3	10-0275	Win95,SpaceSaver,QuietKey, 104,6Pin Keyboard For Dell			
			Latitude C-Series Notebooks, Factory Install			
1	1 3	310-4568	C/PORT2 Advanced Port Replictor w/Monitor Stand For			
			Dell Latitude C-Series Notebooks, Factory Install			
1	1 3	310-6504	Nylon Carrying Case, Universal, For Dell Latitude CP-Series			
			Notebooks,Packaged With System			
1	1 3	311-0725	128MB,1 DIMM,SDRAM,For Dell Latitude CPiA/CPt/CPiR,			
			Notebooks,Factory Install			
1	1 3	312-0008	LI-ION Spare Battery For Dell Latitude CP-Series Notebooks,			
			Factory Install			
1	1 3	313-0249	24X CD-ROM,Internal/External, For Dell Latitude			
			CP-Series,Notebooks,Factory Install			
1	1 3	313-0279	3COM,56K-10/100,LAN/Modern Combo,For Dell Latitude			
			C-Series Notebooks, Factory Install			
1	1 3	320-0352	Dell 17" M770,16.0" Viewable Image Size,Color Monitor For			
			Dell Latitude Notebooks, Factory Install			
1	1 3	340-7601	18GB Hard Drive,12.5MM,For Dell Latitude CPtC/CPiR/CPtV			
			CPxH,Notebooks,Factory Install			
1	1 4	112-5326	Internet Explorer 4.01,SP2,US English,No Kit,Original			
			Equipment Manufacturer, Factory Install			
1	1 4	120-0153	Windows NT, NTFS File System Factory Install			
1	1 4	420-2367	Windows NT4,SP5,CD,English, Latitude CPtC/CPiR,Factory			
			Install			
1	1 4	420-9182	Windows 2000 Upgrade Flyer For Dell Latitude Notebooks			
			Factory Install			
1	1 4	460-7801	Required Windows 2000 Upgrade Flyer for Dell Latitude			
			Notebooks, Tied			
1	1 9	900-1360	*Next Business Day On-Site and CompleteCare Service,			
			Initial Year, Wang			
1	1 9	900-1362	*Next Business Day On-Site and CompleteCare Service,			
			2 Year Extended, Wang			
			<u>System Service Tag/Serial Number(s)</u>			
			94M3S			25.00

M3S ******** SHIPPING AND/OR HANDLING CHARGE ********

35.00

* Service contract may be subject to sales tax. Any on-site or other service covers Dell system hardware only. THIS RECEIVABLE HAS BEEN SOLD TO DELL RECEIVABLES L.P. AND TRANSFERRED TO THE DELL RECEIVABLES MASTER TRUST

SubTotal	\$4,233.00
Taxable \$4,233.00	\$349.24
INVOICE TOTAL	\$4,582.24

DOLL

MAKE CHECK PAYABLE/REMIT TO:

DELL RECEIVABLES L.P. PO BOX 120001 DEPT. 0837 DALLAS, TX 75312-0837 Invoice No: 299619981 Customer No: 5376434 Purchase Order No: 594

Subtotal	\$4,233.00
Taxable \$4,233.00	\$349.24
INVOICE TOTAL	\$4,582.24
· -	\$0.00-
	\$0.00-
	\$0.00-
BALANCE DUE	\$4,582.24
Amount Enclosed	



Electronic Certified Copy

FID Number: 74-2616805

Sales Rep: JAMES WORTHAM For Sales: (800) 274-3355

Sales Fax: (800) 333-4329 Customer Service: (888) 242-0938 Technical Support: (800) 822-8965

DELL Online: http://www.dell.com

Customer Number: 5376434

Purchase Order: 599

Order Date: 11/13/99

06 01 O 01 02 N

Invoice Number:

299620369

Invoice Date: 11/19/99

Payment Terms: NET DUE 30 DAYS

Shipped Via:

Waybill Number: 078785103132865

SQLD TO:

KYLE POTTER

SPECIALTY RETAILERS INC.

P O BOX 35167

HOUSTON, TX 77235-5167

SHIP TO:

LOUIS HITT

SPECIALTY RETAILERS INC

10201 MAIN ST

HOUSTON, TX 77025-5299

PLEASE REVIEW IMPORTANT TERMS & CONDITIONS OF SALE

Ordered	Shipped	Item Number	Description	Unit	Unit Price	Amount
2	2	220-0591	Dell P6450 G1/T+ Base with 2MB Integrated Video Memory,	ĘΑ	1,443.00	2,886.00
			512K Cache,Integrated 10/100 WuOL Networking			
2	2	310-1234	Quietkey Spacesaver 104-key Keyboard, US, GX1/G1, Factory			
			Install			
2	2	310-3600	PS2 Intellimouse, Factory Install			
2	2	310-3621	Reduced Documentation for G1 Systems, Factory Install			
2	2	310-3641	Open Manage Client, West, No Diskette, Factory Install			
2	2	311-0676	128MB,Non-Ecc,SDRAM,1 DIMM,G1 Factory Install			
2	2	313-0401	40X IDE CD-ROM,for Optiplex G1M/T,Factory Install			
2	2	320-0327	2MB Video Memory Upgrade, Factory Installed			
2	2	320-5451	17" Dell M770,16.0" Viewable Image Size,Color Monitor,			
			Optiplex,Factory Install			
2	2	340-0920	3.5" 1.44MB Floppy Drive, Factory Install			
2	2	340-6419	13.6GB,EIDE Hard Drive,5400RPM G1,M/T,Factory Install			
2	2	420-0137	FAT32, File System, Windows '9X, Factory Install			
2	2	420-8811	Windows 98 2nd Edition, Compact Diskette, English, Optiplex,			
			Factory Install			
2	2	430-0123	Active Expansion Riser for G1 M/T Systems, 3 PCI/2 Shared			
			2 ISA Wake up on Lan, Factory Install			
2	2	460-8707	We offer brand name printers at industry-leading prices.			
			Protect your investment with an APC SurgeStation Pro8T2.			
2	2	900-6200	*SelectCare, Next Business Day On-Site Service,			
			Initial Year, Unisys			
2	2	900-6202	*SelectCare, Next Business Day On-Site Service Contract,			
			2 Year Extended, Unisys			
2	2	900-9987	*Standard On-Site Installation Declined			
_	_		System Service Tag/Serial Number(s)			
			94T6V 94T6W			

^{*} Service contract may be subject to sales tax. Any on-site or other service covers Deli system hardware only. THIS RECEIVABLE HAS BEEN SOLD TO DELL RECEIVABLES L.P. AND TRANSFERRED TO THE DELL RECEIVABLES MASTER TRUST

SubTotal	\$3,016.00		
Taxable \$3,016.00	\$248.85		
INVOICE TOTAL	\$3,264.85		

Subtotal	\$3,016.00
Tavable	T



DELL RECEIVABLES L.P. PO BOX 120001 DEPT. 0837 DALLAS, TX 75312-0837 Invoice No: 299620369 Customer No: 5376434 Purchase Order No: 599

\$3,016.00	\$248.85
INVOICE TOTAL	\$3,264.85
-	\$0.00-
	\$0.00-
· · ·	\$0.00-
BALANCE DUE	\$3,264.85
Amount Enclosed	



Electronic Certified Copy

FID Number: 74-2616805

Sales Rep: JAMES WORTHAM For Sales: (800) 274-3355

Sales Fax: (800) 333-4329 **Customer Service:** (888) 242-0938

DELL Online: http://www.dell.com

Technical Support: (800) 822-8965

Customer Number: <u>5376434</u> Purchase Order: 597

Order Date: 11/15/99

06 01 O 01 02 N

Invoice Number:

299808519

Invoice Date: 11/18/99

Payment Terms: NET DUE 30 DAYS

Shipped Via:

Waybill Number: 078785103120350

SOLD TO:

KYLE POTTER SPECIALTY RETAILERS INC P O BOX 35167 HOUSTON, TX 77235-5167

SHIP TO:

SPECIALTY RETAILERS INC. 1020 WILLOW CREEK JACKSONVILLE, TX 75766

PLEASE REVIEW IMPORTANT TERMS & CONDITIONS OF SALE

Ordered	Shipped	Item Number	Description	Unit	Unit Price	Amount
1	1	220-3286	Latitude,CPiR400GT,14.1,US/WW	EA	3,633.00	3,633.00
1	1	310-0264	PS/2 System Style Mouse, For All Dell Latitude Notebooks,			
			Packaged With System			
1	1	310-0266	Performance 104,6PIN Keyboard, Win95 for Dell Latitude			
			C-Series,Notebooks,Factory Install			
1	1	310-4564	C/DOCK2, Expansion Station For Dell Latitude C-Series,			
			Notebooks,Factory Install	•		
1	1	311-0725	128MB,1 DIMM,\$DRAM,For Dell Latitude CPiA/CPt/CPiR,			
			Notebooks,Factory Install			
1	1	312-0008	LI-ION Spare Battery For Dell Latitude CP-Series Notebooks,			
	•		Factory Install			
1	1	313-0249	24X CD-ROM,Internal/External, For Dell Latitude			
			CP-Series, Notebooks, Factory Install			
1	1	313-0279	3COM,56K-10/100,LAN/Modem Combo,For Dell Latitude			
			C-Series Notebooks,Factory Install			
1	1	320-0352	Dell 17" M770,16.0" Viewable Image Size,Color Monitor For			
			Dell Latitude Notebooks, Factory Install			
1	1	340-7506	4.8GB,Hard Drive,9.5MM, for Dell Latitude CPtC/CPiR/			
			CPtV/CPxH,Notebooks,Factory Install			
1	1	420-0137	FAT32, File System, Windows '9X, Factory Instail			
1	1	420-4300	Windows 98,2nd Edition,with CD,English,Latitude CPt/CPiR,			
			Factory Install			
1	1	460-9888	The Windows 2000 Upgrade flyer is not available for Windows			
			9X customers	·		
1	1	900-0840	*Next Business Day On-Site Service, Initial			
			Year, Wang w/International Support			
1	1	900-1152	*SelectCare, Next Business Day On-Site Service, 2 Year			
			Extended, Wang w/ International Support			
			System Service Tag/Serial Number(s)			

94DVE ******* SHIPPING AND/OR HANDLING CHARGE *******

35.00

* Service contract may be subject to sales tax. Any on-site or other service covers Dell system hardware only. THIS RECEIVABLE HAS BEEN SOLD TO DELL RECEIVABLES L.P. AND TRANSFERRED TO THE DELL RECEIVABLES MASTER TRUST

SubTotal	\$3,668.00
Taxable \$3,668.00	\$302.63
INVOICE TOTAL	\$3,970.63



DELL RECEIVABLES L.P. PO BOX 120001 DEPT. 0837 DALLAS, TX 75312-0837 Invoice No: 299808519 Customer No: 5376434 Purchase Order No: 597

Şubtotal	\$3,668.00
Taxable \$3,668.00	\$302.63
INVOICE TOTAL	\$3,970.63
, , , , , , , , , , , , , , , , , , ,	\$0.00-
· ·	\$0.00-
	\$0.00-
BALANCE DUE	\$3,970.63
Amount Enclosed	



Electronic Certified Copy

FID Number: 74-2616805

Sales Rep: JAMES WORTHAM For Sales: (800) 274-3355

Sales Fax: (800) 333-4329 **Customer Service:** (888) 242-0938

Technical Support: (800) 822-8965 DELL Online: http://www.dell.com Customer Number: 5376434 Purchase Order: 602

Order Date: 12/07/99

06 01 O 01 02 N

308189406 Invoice Number:

Invoice Date: 12/08/99

Payment Terms: NET DUE 30 DAYS

Shipped Via:

Waybill Number: <u>0821185974/998</u>

SOLD TO:

KYLE POTTER SPECIALTY RETAILERS INC P O BOX 35167 HOUSTON, TX 77235-5167

SHIP TO:

LOUIS HITT

SPECIALTY RETAILERS INC

10201 MAIN ST

HOUSTON, TX 77025-5299

PLEASE REVIEW IMPORTANT TERMS & CONDITIONS OF SALE

Ordered	Shipped	Item Number	Description	Unit	Unit Price	Amount
1	1	220-5056	Dell 466 CELERON GX100/L Base, 66MHz FSB,4MB Int Vid,Int 10/	EA	1,183.00	1,183.00
			100 NIC w/RWU,128K Cache			
1	1	310-3552	Quietkey Spacesaver 104-key Keyboard,GX100/110,Factory Install			
1	1	310-3556	Microsoft Intellimouse (PS/2), GX100/110,Factory Install			
1	1		64MB,NonECC,100MHz SDRAM,1DIMM GX100/110,Factory Install			
1	1	313-0425	Altec Lansing ACS340 Speakers with Subwoofer,GX100/110,			
•	•	010-0420	Factory Install			
1	1	313-0563	17/40X IDE CD-ROM,GX100/110 L, Factory Install			
1	1	313-0567	Creative Labs Sound Blaster Audio PCI Sound Card, Use with			
•	•	010 0007	Optical Devices,GX100/110			
1	1	320-0381	Dell P780 FD Trinitron,16.0" Viewable Image Size,OptiPlex			
•	•	020 000 1	GX100/110			
1	1	340-6138	3.5,1.44MB Floppy Drive, GX100/110 Low Profile Desktop			
·	•	0.000	Factory Install			
1	1	340-6140	6.4GB EIDE Hard Drive,5400RPM, GX100/110 L,Factory Install			
1	1	420-8810	Windows 98 2nd Edition,FAT32, CD,English,OptiPlex			
			GX100/110,Factory Install			
1	1	430-0200	Expansian Riser for GX100/110 SFX System,3PCI Wake up on Lan			
			Factory Install			
1	1	460-8732	We offer brand name printers at industry-leading prices.			
			Protect your investment with an APC SurgeStation Pro8T2.			
1	1	900-1730	*SelectCare, Next Business Day On-Site Service, Initial			
			Year, Wang			
1	1	900-1732	*SelectCare, Next Business Day On-Site Service, 2 Year			
			Extended, Wang			
1	1	900-9987	*Standard On-Site Installation Declined			
			System Service Tag/Serial Number(s) 9Y6LF			

******* SHIPPING AND/OR HANDLING CHARGE *******

* Service contract may be subject to sales tax. Any on-site or other service covers Dell system hardware only. THIS RECEIVABLE HAS BEEN SOLD TO DELL RECEIVABLES L.P. AND TRANSFERRED TO THE DELL RECEIVABLES MASTER TRUST

SubTotal	\$1,243.00
Taxable \$1,243.00	\$102.53
INVOICE TOTAL	\$1,345.53

60.00



DELL RECEIVABLES L.P. PO BOX 120001 DEPT. 0837 DALLAS, TX 75312-0837 Invoice No: 308189406 Customer No: 5376434 Purchase Order No: 602

Subtotal	\$1,243.00
Taxable \$1,243.00	\$102.53
INVOICE TOTAL	\$1,345.53
	\$0.00
	\$0.00
<u> </u>	\$0.00
BALANCE DUE	\$1,345.53
Amount Enclosed	



Electronic Certified Copy

FID Number: 74-2616805

Sales Rep: JAMES WORTHAM

For Sales: (800) 274-3355 **Sales Fax:** (800) 333-4329

Customer Service: (888) 242-0938 **Technical Support:** (800) 822-8965 DELL Online: http://www.dell.com Customer Number: 5376434 Purchase Order: 603

Order Date: 12/07/99

06 01 O 01 02 N

308189661 Invoice Number:

Invoice Date: 12/08/99

Payment Terms: NET DUE 30 DAYS

Shipped Via: OTHER

Waybill Number: <u>11811408/1811422</u>

SOLD TO:

KYLE POTTER SPECIALTY RETAILERS INC P O BOX 35167 HOUSTON, TX 77235-5167

SHIP TO:

LOUIS HITT

SPECIALTY RETAILERS INC

10201 MAIN ST

HOUSTON, TX 77025-5299

PLEASE REVIEW IMPORTANT TERMS & CONDITIONS OF SALE

Ordered	Shipped	Item Number	Description	Unit	Unit Price	Amount
1	1	220-5056	Dell 466 CELERON GX100/L Base, 66MHz FSB,4MB Int Vid,Int 10/	EA	1,183.00	1,183.00
			100 NIC w/RWU,128K Cache			
1	1	310-3552	Quietkey Spacesaver 104-key Keyboard, GX100/110, Factory			
			Install			
1	1	310-3556	Microsoft Intellimouse (PS/2), GX100/110,Factory Install			
1	1	311-2532	64MB,NonECC,100MHz SDRAM,1DIMM GX100/110,Factory Instali			
1	1	313-0425	Altec Lansing ACS340 Speakers with Subwoofer,GX100/110,			
			Factory Install			
1	1	313-0563	17/40X IDE CD-ROM,GX100/110 L, Factory Install			
1	1	313-0567	Creative Labs Sound Blaster Audio PCI Sound Card, Use with			
			Optical Devices,GX100/110			
1	1	320-0381	Dell P780 FD Trinitron,16.0" Viewable Image Size,OptiPlex			
			GX100/110			
1	1	340-6138	3.5,1.44MB Floppy Drive, GX100/110 Low Profile Desktop			
			Factory Install			
1	1	340-6140	6.4GB EIDE Hard Drive,5400RPM, GX100/110 L,Factory Install			
1	1	420-8810	Windows 98 2nd Edition, FAT32, CD, English, OptiPlex			
			GX100/110,Factory Install			
1	1	430-0200	Expansian Riser for GX100/110 SFX System,3PCI Wake up on Lan			
			Factory Install			
1	1	460-8732	We offer brand name printers at industry-leading prices.			
•			Protect your investment with an APC SurgeStation Pro8T2.			
1	1	900-1730	*SelectCare, Next Business Day On-Site Service, Initial			
			Year, Wang			
1	1	900-1732	*SelectCare, Next Business Day On-Site Service, 2 Year			
			Extended, Wang			
1	1	900-9987	*Standard On-Site Installation Declined			
			System Service Tag/Serial Number(s) 9Y6LI			

******* SHIPPING AND/OR HANDLING CHARGE ********

60.00

* Service contract may be subject to sales tax. Any on-site or other service covers Dell system hardware only. THIS RECEIVABLE HAS BEEN SOLD TO DELL RECEIVABLES L.P. AND TRANSFERRED TO THE DELL RECEIVABLES MASTER TRUST

SubTotal	\$1,243.00
Taxable \$1,243.00	\$102.53
INVOICE TOTAL	\$1,345.53



DELL RECEIVABLES L.P. PO BOX 120001 DEPT. 0837 DALLAS, TX 75312-0837 Invoice No: 308189661 Customer No: 5376434 Purchase Order No: 603

Subtotal	\$1,243.00
Taxable \$1,243.00	\$102.53
INVOICE TOTAL	\$1,345.53
	\$0.00-
	\$0.00-
	\$0.00-
BALANCE DUE	\$1,345.53
Amount Enclosed	



Electronic Certified Copy

FID Number: 74-2616805

Sales Rep: JAMES WORTHAM

For Sales: (800) 274-3355 **Sales Fax:** (800) 333-4329

Customer Service: (888) 242-0938 **Technical Support:** (800) 822-8965

DELL Online: http://www.dell.com

Customer Number: 5376434 Purchase Order: 606

06 01 O 01 02 N

Order Date: 12/07/99

Invoice Number:

308190263

Invoice Date: 12/07/99

Payment Terms: NET DUE 30 DAYS

Shipped Vla:

Waybill Number: <u>078785103444708</u>

SOLD TO:

KYLE POTTER

SPECIALTY RETAILERS INC P O BOX 35167

HOUSTON, TX 77235-5167

SHIP TO:

LOUIS HITT

SPECIALTY RETAILERS INC

10201 MAIN ST

HOUSTON, TX 77025-5299

PLEASE REVIEW IMPORTANT TERMS & CONDITIONS OF SALE

Ordered	Shipped	Item Number	Description	Unit	Unit Price	Amount
1	1	220-5056	Dell 466 CELERON GX100/L Base, 66MHz FSB,4MB Int Vid,Int 10/	EA	1,183.00	1,183.00
			100 NIC w/RWU,128K Cache			
1	1	310-3552	Quietkey Spacesaver 104-key Keyboard, GX100/110, Factory			
			Instail			
1	1	310-3556	Microsoft Intellimouse (PS/2), GX100/110,Factory Install			
1	1	311-2532	64MB,NonECC,100MHz SDRAM,1DIMM GX100/110,Factory Install			
1	1	313-0425	Altec Lansing ACS340 Speakers with Subwoofer,GX100/110,			
			Factory Install			
1	1	313-0563	17/40X IDE CD-ROM,GX100/110 L, Factory Install			
1	1	313-0567	Creative Labs Sound Blaster Audio PCI Sound Card, Use with			
			Optical Devices,GX100/110			
1	1	320-0381	Dell P780 FD Trinitron,16.0" Viewable Image Size,OptiPlex			
			GX100/110			
1	1	340-6138	3.5,1.44MB Floppy Drive, GX100/110 Low Profile Desktop			
			Factory Install			
1	1	340-6140	6.4GB EIDE Hard Drive,5400RPM, GX100/110 L,Factory Install			
1	1	420-8810	Windows 98 2nd Edition,FAT32, CD,English,OptiPlex			
			GX100/110,Factory Install			
1	1	430-0200	Expansian Riser for GX100/110 SFX System,3PCI Wake up on Lan			•
			Factory Install			
1	1	460-8732	We offer brand name printers at industry-leading prices.			
			Protect your investment with an APC SurgeStation Pro8T2.			
1	1	900-1730	*SelectCare, Next Business Day On-Site Service, Initial			
			Year, Wang			
1	1	900-1732	*SelectCare, Next Business Day On-Site Service, 2 Year			
			Extended, Wang			
1	1	900-9987	*Standard On-Site Installation Declined			
			System Service Tag/Serial Number(s) 9Y6LL			
			********* SHIPPING AND/OR HANDLING CHARGE ********			60.00

* Service contract may be subject to sales tax. Any on-site or other service covers Dell system hardware only. THIS RECEIVABLE HAS BEEN SOLD TO DELL RECEIVABLES L.P. AND TRANSFERRED TO THE DELL RECEIVABLES MASTER TRUST

SubTotal	\$1,243.00
Taxable \$1,243.00	\$102.53
INVOICE TOTAL	\$1,345.53



DELL RECEIVABLES L.P. PO BOX 120001 DEPT. 0837 DALLAS, TX 75312-0837 Invoice No: 308190263 Customer No: 5376434 Purchase Order No: 606

Subtotal	\$1,243.00
Taxable \$1,243.00	\$102.53
INVOICE TOTAL	\$1,345.53
	\$0.00-
	\$0.00-
	\$0.00-
BALANCE DUE	\$1,345.53
Amount Enclosed	



Electronic Certified Copy

FID Number: 74-2616805

Sales Rep: JAMES WORTHAM For Sales: (800) 274-3355 Sales Fax: (800) 333-4329

Customer Service: (888) 242-0938
Technical Support: (800) 822-8965
DELL Online: http://www.dell.com

Customer Number: 5376434
Purchase Order: 605
Order Date: 12/07/99

06 01 O 01 02 N

Invoice Number: 308192384

Invoice Date: 12/15/99

Payment Terms: NET DUE 30 DAYS

Shipped Via:

Waybill Number: 078785103668371

SOLD TO:

SPECIALTY RETAILERS
SPECIALTY RETAILERS INC
P O BOX 35167
MANAGER LAN ADMIN IS DEPT
HOUSTON, TX 77235-5167

SHIP TO:

LOUIS HITT

SPECIALTY RETAILERS INC

10201 MAIN ST

HOUSTON, TX 77025-5299

PLEASE REVIEW IMPORTANT TERMS & CONDITIONS OF SALE

Ordered	Shipped	Item Number	Description	Unit	Unit Price	Amount
2	2	220-3522	Latitude,CPxH500GT,Pentium III 14.1"TFT,US	EA	3,782.00	7,564.00
2	2	310-4568	C/PORT2 Advanced Port Replictor w/Monitor Stand For			
			Dell Latitude C-Series Notebooks,Factory Install			
2	2	311-1724	128MB,1 DIMM,SDRAM for Dell Latitude CS/CPtV/CPxH/LS			
			Notebooks,Factory Install			
2	2	312-0008	LI-ION Spare Battery For Dell Latitude CP-Series Notebooks,			
			Factory Install			
2	2	313-0249	24X CD-ROM,Internal/External, For Dell Latitude			
			CP-Series,Notebooks,Factory Install			
2	2	313-0620	3COM,56K,V90,PCMCIA,XJACK Winmodem for Dell Latitude			
			C-Series Notebooks,Factory Install			
2	2	340-7924	12GB Hard Drive,9.5MM,For Dell Latitude CPtC/CPiR/CPtV/CPxH,			
			Notebooks,Factory Install			
2	2.	420-5505	Windows'98,Second Edition,CD, English For Dell Latitude			
			CPtV/CPxH Notebooks,Factory Install			
2	2	900-6670	*Next Business Day On-Site and CompleteCare Service,			
			Initial Year, Unisys			
2	2	900-6672	*Next Business Day On-Site and CompleteCare Service,			
			2 Year Extended, Unisys			
			System Service Tag/Serial Number(s)			
			BGC6M BGC7Q			
			********* SHIPPING AND/OR HANDLING CHARGE ********			70.00

* Service contract may be subject to sales tax. Any on-site or other service covers Dell system hardware only. THIS RECEIVABLE HAS BEEN SOLD TO DELL RECEIVABLES L.P. AND TRANSFERRED TO THE DELL RECEIVABLES MASTER TRUST

SubTotal	\$7,634.00
Taxable \$7,634.00	\$629.83
INVOICE TOTAL	\$8,263.83

DETACH AT LINE AND RETURN WITH PAYMENT



Invoice No: 308192384 Customer No: 5376434 Purchase Order No: 605

MAKE CHECK PAYABLE/REMIT TO:

Subtotal	\$7,634.00
Taxable \$7,634.00	\$629.83
INVOICE TOTAL	\$8,263.83
	\$0.00-
	\$0.00-
. "	\$0.00-
BALANCE DUE	\$8,263.83
Amount Enclosed	



Electronic Certified Copy

301866091

FID Number: 74-2616805

Sales Rep: JAMES NORTON For Sales: (800) 274-3355

Sales Fax: (800) 333-4329
Customer Service: (888) 242-0938
Table: - 1 Superator (800) 882-8855

Technical Support: (800) 822-8965

DELL Online: http://www.dell.com

Customer Number: <u>59518</u>
Purchase Order: <u>598</u>

06 03 O 01 02 N

Order Date: 11/19/99

Invoice Date: 11/23/99

Invoice Number:

Payment Terms: NET DUE 30 DAYS

Shipped Via: UNAUTHORIZED Waybill Number: 3126774770

SHIP TO:

SOLD TO:

KYLE POTTER SPECIALTY RETAILERS INC P O BOX 35167

HOUSTON, TX 77235-5167

\$SI DISTRIBUTION CENTER

509 BEALL BLVD

JACKSONVILLE, TX 75766

PLEASE REVIEW IMPORTANT TERMS & CONDITIONS OF SALE

Ordered	Shipped	Item Number	Description	Unit	Unit Price	Amount
1	1	17334	Hard Drive,4 Gigabytes,SCSI, 3.5" Form Factor,1 Inch,No	EA	419.00	419.00
			Controller/No Cables,80 Pin, Low Voltage Difference,SGT			
1	1	4649C	ASSY,HD CARR,1.0",EMI	EA	9.95	9.95
1	1	3901C	HDL,HD,CARR,1.6",P2300	EΑ	4.95	4.95
1	1	11725	Warranty Longer of 90 Days or Remainder of System Warranty/			
			Svc Contract, 14 Day Return. Parts may be Reconditioned. ********* SHIPPING AND/OR HANDLING CHARGE ************************************			8.00

THIS RECEIVABLE HAS BEEN SOLD TO DELL RECEIVABLES L.P. AND TRANSFERRED TO THE DELL RECEIVABLES MASTER TRUST

SubTotal	\$441.90
Taxable \$441.90	\$36.46
INVOICE TOTAL	\$478.36

DETACH AT LINE AND RETURN WITH PAYMENT



Invoice No: 301866091 Customer No: 59518 Purchase Order No: 598

MAKE CHECK PAYABLE/REMIT TO:

Subtotal	\$441.90
Taxable \$441.90	\$36.46
INVOICE TOTAL	\$478.36
•••	\$0.00-
	\$0.00-
	\$0.00-
BALANCE DUE	\$478.36
Amount Enclosed	



Electronic Certified Copy

FID Number: 74-2616805

Sales Rep: JAMES WORTHAM For Sales: (800) 274-3355

Sales Fax: (800) 274-3333 Sales Fax: (800) 333-4329 Customer Service: (888) 242-0938

Technical Support: (800) 822-8965

DELL Online: http://www.dell.com

Customer Number: 5376434

Purchase Order: 600 Order Date: 11/16/99

06 01 O 01 02 N

Invoice Number:

300680063

Invoice Date: 11/17/99

Payment Terms: NET DUE 30 DAYS

Shipped Via:

Waybill Number: 078708211583954

SOLD TO:

KYLE POTTER SPECIALTY RETAILERS INC P O BOX 35167 HOUSTON, TX 77235-5167 SHIP TO:

SPECIALTY RETAILERS INC

10201 MAIN ST

HOUSTON, TX 77025-5299

PLEASE REVIEW IMPORTANT TERMS & CONDITIONS OF SALE

Ordered	Shipped	Item Number	Description	Unit	Unit Price	Amount
1	1	312-0009	LI-ION Spare Battery,For Dell Latitude CP-Series Notebooks,	EA	135.00	135.00
			Customer Install			44.00

******** SHIPPING AND/OR HANDLING CHARGE ********

11.00

THIS RECEIVABLE HAS BEEN SOLD TO DELL RECEIVABLES L.P. AND TRANSFERRED TO THE DELL RECEIVABLES MASTER TRUST

SubTotal	\$146.00
Taxable \$146.00	\$12.05
INVOICE TOTAL	\$158.05

DETACH AT LINE AND RETURN WITH PAYMENT



Invoice No: 300680063 Customer No: 5376434 Purchase Order No: 600

MAKE CHECK PAYABLE/REMIT TO:

Subtotal	\$146.00
Taxable \$146 ₋ 00	\$12.05
INVOICE TOTAL	\$158.05
· ·	\$0.00-
	\$0.00-
·-	\$0.00-
BALANCE DUE	\$158.05
Amount Enclosed	